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7
8 UNITED STATES DISTRICT COURT

9 NORTHERN DISTRICT OF CALIFORNIA

10
11 LOOP AI LABS, INC.,

12 Plaintiff,

13 v.

14 ANNA GATTI, et al.,

15 Defendants.

Case No. 3:15-cv-00798-HSG-DMR

**DECLARATION OF WILLIAM F.
ALDERMAN IN SUPPORT OF
ORRICK'S MOTION FOR
PROTECTIVE ORDER OR TO QUASH
SUBPOENA**

Date/Time TBD by Court
Action Filed: February 20, 2015
Trial Date July 11, 2016

Hon. Haywood S. Gilliam, Jr.
Hon. Donna M. Ryu

1 I, William F. Alderman declare as follows:

2 1. I am a partner at the law firm Orrick Herrington & Sutcliffe LLP ("Orrick") and
3 make this declaration in support of Orrick's motion for a protective order or to quash subpoena. I
4 have personal knowledge of the facts stated in this declaration and would testify competently to
5 those facts if called as a witness.

6 2. Attached as **Exhibit A** hereto is a true and correct copy of the subpoena duces
7 tecum (the "Subpoena") that was deemed by order of the Court to have been served by plaintiff
8 Loop AI Labs Inc. ("Loop") on July 23, 2015.

9 3. Attached as **Exhibit B** hereto is a true and correct copy of Orrick's responses and
10 objections to the Subpoena, served on July 30, 2015 along with an email to Loop's counsel
11 Valeria Healy transmitting the responses and objections. I personally prepared Exhibit B after
12 consulting with numerous colleagues at Orrick to insure that the statements therein were accurate
13 and complete to the best of my knowledge.

14 4. Also on July 30, 2015, I transmitted to Ms. Healy the documents Orrick was
15 producing in response to the Subpoena. A true and correct copy of my email to Ms. Healy
16 transmitting the documents is attached as **Exhibit C** hereto.

17 5. On August 3, 2015, I received a telephone call from Ms. Healy, following which
18 she sent me an email, a true and correct copy of which is attached as **Exhibit D** hereto, in which
19 she said she would send me a letter detailing what she contended were deficiencies in Orrick's
20 response to the Subpoena.

21 6. On August 11, 2015, I received via email from Ms. Healy the letter she had said in
22 Exhibit D would be forthcoming. A true and correct copy of Ms. Healy's letter, along with the
23 covering email and another attachment, is attached as **Exhibit E** hereto.

24 7. On August 12, 2015, I responded to Exhibit E via an email, a true and correct copy
25 of which is attached as **Exhibit F** hereto.

26 8. On July 27, 2015, I received an email from Ms. Healy asking that Orrick not
27 produce to anyone other than Loop documents responsive to Loop's Subpoena that may be
28 protected by Loop's attorney-client privilege. I responded on July 28, 2015, confirming that

1 Orrick would honor any request by Loop that it regard particular documents as protected by
2 Loop's attorney-client privilege and that it would provide any Almaxwave-related documents
3 requested by the Subpoena to Almaxwave's counsel and likewise honor any request by them that it
4 regard particular documents as protected by Almaxwave's attorney-client privilege. A true and
5 correct copy of that exchange of emails is attached as **Exhibit G** hereto. Ms. Healy did not
6 respond with any objection to that process.

7 9. I have provided to Almaxwave's counsel Thomas Wallerstein all Almaxwave-related
8 documents responsive to the Subpoena to which Almaxwave's counsel has advised me Almaxwave
9 may wish to assert an attorney-client privilege. I understand that Almaxwave is filing a motion for
10 protective order to the extent the Subpoena seeks documents that Almaxwave deems protected by
11 its attorney-client privilege, and will be producing to Loop any Orrick documents as to which it
12 does not claim a privilege.

13 10. Each of the communications withheld from production in response to requests
14 no. 23, 24, 26 and 29 on the basis of Orrick's attorney-client privilege was made in confidence for
15 the purpose of obtaining or giving legal advice in connection with this lawsuit or the demands
16 made of Orrick by Loop and its counsel Valeria Healy. Each of the communications was
17 addressed to or sent by Orrick's Chief Legal Officer Larry Low or myself as Claims Counsel to
18 the firm. Orrick has not provided any of these communications to anyone outside of Orrick and
19 continues to treat them as confidential.

20 I declare under penalty of perjury that the foregoing is true and correct and that this
21 declaration was executed at San Francisco, California on August 13, 2015.

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William F. Alderman